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March 26, 1999

BY HAND DELIVERY

Magalie Roman Salas, Secretary
Federal Communications Commission
The Portals
445 Twelfth Street, S.W.
12th Street Lobby, TW-A325
Washington, DC 20554

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MAR 26 1999
FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

**Re: Request for Extension of Time to Consummate
MobileMedia Corporation, et al.
WT Docket No. 97-115**

Dear Ms. Salas:

MobileMedia Corporation, Debtor-in-Possession ("MobileMedia"), and Arch Communications Group, Inc. ("Arch") (collectively, the "Parties"), by their counsel, hereby request an extension of time to consummate the above-captioned transfer. Specifically, the Parties request that the service-specific 60 day consummation and notification deadlines associated with the Part 22 Paging, Part 22 Air-Ground, Part 22 Rural Radio, Part 24 Narrowband PCS, Part 25 Fixed Satellite, Part 90 Private Carrier Paging, Part 90 Business Radio and SMR authorizations be extended to conform to the consummation and notification deadline established by the Commission in the February 5, 1999 *Order* approving the merger.¹ In the *Order*, the Commission found that it served the public interest to allow the Parties to consummate the merger and so notify the Commission within nine months of receiving final bankruptcy court approval of the merger. Moreover, granting the instant request for extension will eliminate the potential that the Parties may need to file, and the FCC staff to process, repeated requests for shorter extensions.

As background, in the February 5, 1999 *Order*, the FCC approved the transfer of control of MobileMedia and Arch and terminated an inquiry into the MobileMedia's qualifications to serve as a Commission licensee pursuant to the Commission's *Second Thursday* doctrine.² In

¹ *MobileMedia Corporation, et al.*, FCC 99-15 (rel. February 5, 1999) ("Order").

² *Id.*

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recognition of the complexity of the proposed transaction, the *Order* granted the Parties nine months subsequent to bankruptcy court approval in which to consummate the transfer.³ On March 25, 1999, the Parties submitted a letter updating the Commission on developments in the bankruptcy proceedings. As that update indicated, although substantial progress has been made, the Parties have not yet obtained final bankruptcy court approval.

As noted above, the FCC's service-specific rules require the Parties to consummate the transfer within 60 days of a grant -- in this case, by April 6, 1999 -- and to so notify the Commission⁴ or, alternatively, to request an extension of time in which to consummate the transfer. Because the *Order* did not specifically grant waivers of the FCC's service-specific consummation requirements, the Parties are filing this extension request. Copies of the Public Notices listing the call-signs to which this extension request applies are attached hereto as Exhibit 1.

Granting the instant extension request will serve the public interest. The Commission determined in the *Order* that the proposed transfer, and consummation within nine months of bankruptcy court approval, serves the public interest. This extension will serve to conform the Wireless Telecommunications Bureau's consummation and notification procedures with the Commission's and the Bankruptcy Court's approval process. Moreover, granting the extension request will serve the public interest by relieved the FCC staff of the potential burden of considering multiple 60-day extension requests.

³ *Id.* at ¶ 47.

⁴ The transaction involves the transfer of licenses to provide Narrowband Paging, Narrowband PCS, Rural Radiotelephone, Air-Ground Radiotelephone, Fixed Satellite, Private Land Mobile Radio (Private Carrier Paging and Business Radio), and Specialized Mobile Radio Services. *See Grant of Applications for Transfer of Control Filed by MobileMedia Corporation and Arch Communications Group, Inc.*, Public Notices, DA 99-317 & 99-324 (rel. February 10 & 11, 1999) ("Public Notices"), attached hereto as Exhibit 1. Absent a request for extension, the Parties are required to consummate transfers of control involving licenses in these services within 60 days of a grant and to notify the Commission. *See* 47 C.F.R. §§ 22.137(b); 25.119(f); 90.153(b). The transaction also involves the transfer of licenses to provide Common Carrier Point-To-Point Microwave and Private Operational Fixed Point-To-Point Microwave Services. *See* Public Notices, attached hereto as Exhibit 1. However, the Commission's rules either impose no deadline or do not require notice of consummation with respect to transfers of licenses in these services. *See* 47 C.F.R. §§ 24.439(b)(4); 101.13(a)(5); 101.15(d).

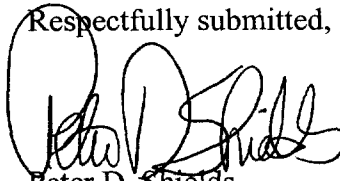
Ms. Magalie Roman Salas, Secretary
March 26, 1999
Page 2

If there are any questions concerning Arch's portion of the extension request, please contact:

Kathryn A. Zachem
Wilkinson, Barker, Knauer & Quinn, L.L.P.
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Suite 700
Washington, DC 20037
(202) 783-4141

If there are any questions concerning MobileMedia's portion of the extension request, please contact the undersigned.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Peter D. Shields". The signature is stylized with large, flowing loops.

Peter D. Shields
Counsel for MobileMedia Corporation

Enclosure

cc: As indicated on attached service list

EXHIBIT 1

PUBLIC NOTICE

1187

FEDERAL COMMUNICATIONS COMMISSION
445 12TH St., S.W., TW-A325
WASHINGTON, D.C. 20554

DA 99-317

News media information 202-418-0500 Fax-On-Demand 202-418-2830 Internet: <http://www.fcc.gov> <ftp://fcc.gov>

WT Docket No. 97-115

Released: February 10, 1999

GRANT OF THE APPLICATIONS FOR TRANSFER OF CONTROL FILED BY MOBILEMEDIA CORPORATION AND ARCH COMMUNICATIONS GROUP, INC.

In the *MobileMedia-Arch Order*, released on February 5, 1999, the Commission granted the applications for transfer of control filed by MobileMedia Corporation and Arch Communications Group, Inc. on September 2, 1998, subject to the provisions set forth in paragraphs 35, 38, 40, 41, and 44 of that order.¹ By this Public notice, we list below the applications that were granted in the *MobileMedia-Arch Order*.

MOBILEMEDIA APPLICATIONS

SECTION 310 APPLICATIONS

Part 22 - Narrowband Paging and Air-Ground Radiotelephone Service

The following 13 applications for consent to transfer control from MobileMedia Corporation, Debtor-in-Possession, to the New Shareholders of Arch Communications Group, Inc. the site specific licenses and authorizations held or requested by subsidiaries of MobileMedia Corporation, Debtor-in-Possession.

<u>File Nos.</u>	<u>ULS File no.</u>	<u>Licenses</u>	<u>Call Signs</u>
50007	0000003871	FWS Radio, Inc., Debtor-in-Possession	KNKJ465 et al.

¹ MobileMedia Corporation, et al., WT Docket No. 97-115, *Memorandum Opinion and Order*, FCC 99-15 (1999) (*MobileMedia-Arch Order*).

50009	0000003869	Debtor-in-Possession MobileComm Nationwide Operations, Inc., Debtor-in-Possession	KNKG815 et al
50010	0000003868	MobileComm of Florida, Inc., Debtor-in-Possession	KIA955 et al
50011	0000003867	MobileComm of the MidSouth, Inc., Debtor-in-Possession	KAF250 et al
50012	0000003866	MobileComm of the Northeast, Inc., Debtor-in-Possession	KCC483 et al
50013	0000003865	MobileComm of the Southeast, Inc., Debtor-in-Possession	KNKJ386 et al
50014	0000003864	MobileComm of the Southwest, Inc., Debtor-in-Possession	KDS451 et al
50015	0000003862	MobileComm of Tennessee, Inc., Debtor-in-Possession	KDS452 et al
50016	0000003861	MobileComm of the West, Inc., Debtor-in-Possession	KAQ628 et al
50017	0000003860	MobileMedia DP Properties, Inc., Debtor-in-Possession	KDS397 et al
50018	0000003858	MobileMedia Paging, Inc., Debtor-in-Possession	KAA209 et al

Air-Ground Radiotelephone Service

<u>File Nos.</u>	<u>Licensee</u>	<u>Call Signs</u>
22778-CG-TC-98	MobileMedia DP Properties, Inc., Debtor-in-Possession	KNKO580 et al.

Part 24 - Narrowband Personal Communications Service

The following two applications for consent to transfer control from MobileMedia Corporation, Debtor-in-Possession, to the New Shareholders of Arch Communications Group, Inc. the site specific licenses and authorizations held or requested by subsidiaries of MobileMedia Corporation, Debtor-in-Possession.

<u>File Nos.</u>	<u>ULS File No.</u>	<u>Licensee</u>	<u>Call Signs</u>
50019	0000003856	MobileMedia PCS, Inc., Debtor-in-Possession	KNKV214 et al
50020	0000003855	MobileMedia Communications, Inc., Debtor-in-Possession	KNKV207

Part 25 - Fixed Satellite Service

The following application for consent to transfer control from MobileMedia Corporation, Debtor-in-Possession, to the New Shareholders of Arch Communications Group, Inc. the site specific licenses and authorizations held or requested by subsidiaries of MobileMedia Corporation, Debtor-in-Possession.

<u>File Nos.</u>	<u>Licensee</u>	<u>Call Signs</u>
(SES-T/C-19980902-01287)	MobileMedia Paging, Inc., Debtor-in-Possession	E930331 et al.

The following seven applications for consent to transfer control from MobileMedia Corporation, Debtor-in-Possession, to the New Shareholders of Arch Communications Group, Inc. the site specific licenses and authorizations held or requested by subsidiaries of MobileMedia Corporation, Debtor-in-Possession.

Private Carrier Paging Service

<u>File Nos.</u>	<u>Licensee</u>	<u>Call Signs</u>	1189
911087	MobileComm of the Northeast, Inc., Debtor-in-Possession	WNIR387 et al.	
911083	MobileMedia Paging, Inc., Debtor-in-Possession	KNNF600 et al.	

Business Radio Service

<u>File Nos.</u>	<u>Licensee</u>	<u>Call Signs</u>
911089	MobileComm of the MidSouth, Inc., Debtor-in-Possession	WNYA560 et al.
911088	MobileComm of the Northeast, Inc., Debtor-in-Possession	WNRH787
911086	MobileComm of the Southeast Private Carrier Operations, Inc., Debtor-in-Possession	WNCY941 et al.
911085	MobileMedia DP Properties, Inc., Debtor-in-Possession	KNNF432 et al.
911084	MobileMedia Paging, Inc., Debtor-in-Possession	KL7419 et al.

Part 101 - Common Carrier Point-to-Point Microwave Service

The following four applications for consent to transfer control from MobileMedia Corporation, Debtor-in-Possession, to the New Shareholders of Arch Communications Group, Inc. the site specific licenses and authorizations held or requested by subsidiaries of MobileMedia Corporation, Debtor-in-Possession.

<u>File Nos.</u>	<u>Licensee</u>	<u>Call Signs</u>
9713737	MobileComm of the Northeast, Inc., Debtor-in-Possession	WLL898 et al.
9713735	MobileComm of the West, Inc., Debtor-in-Possession	WDU308 et al.
9713736	MobileMedia DP Properties, Inc., Debtor-in-Possession	WFY861 et al.
9713738	MobileMedia Paging, Inc., Debtor-in-Possession	WFY948 et al.

ARCH APPLICATIONS

SECTION 310 APPLICATIONS

Part 22 - Narrowband Paging, Rural Radiotelephone and Air-Ground Radiotelephone Services

The following 15 applications for consent to transfer control from the Existing Shareholders of Arch Communications Group, Inc. to the New Shareholders of Arch Communications Group, Inc. the site specific licenses and authorizations held or requested by subsidiaries of Arch Communications Group, Inc.

File Nos.	ULS File No.	Licensee	Call Signs
50021	0000003872	Arch Paging, Inc.	KDS762 et al.
50022	0000003873	Westlink Licensee Corporation	KAF241 et al.

50023	0000003874	Westlink of New Mexico Licensee Corporation	KKH476 et al.
50024	0000003876	Arch Southeast Communications, Inc.	KFL876 et al.
50025	0000003877	The Beeper Company of America, Inc.	KAF636 et al.
50026	0000003878	Arch Connecticut Valley, Inc.	KCB892 et al.
50027	0000003879	Becker Beeper, Inc.	KNLM443 et al.
50028	0000003880	Cascade Mobile Communications LP	KNKI641 et al.
50029	0000003881	Kelleys Licensee Corporation	KOA733
50030	0000003882	Arch Michigan, Inc.	KKB613 et al.
50031	0000003883	Answer Iowa Licensee Corporation	KAL879 et al.
50032	0000003884	Arch Capitol District, Inc.	KAA814 et al.

Air-Ground Radiotelephone Service

<u>File Nos.</u>	<u>Licensee</u>	<u>Call Signs</u>
22779-CG-TC-98	Westlink of New Mexico Licensee Corporation	WXR919
22780-CG-TC-98	Arch Capitol District, Inc.	KUC954

Rural Radiotelephone Service

<u>File Nos.</u>	<u>Licensee</u>	<u>Call Signs</u>
22781-CR-TC-98	Arch Southeast Communications, Inc.	KLU50 et al.

Part 25 - Fixed Satellite Service

The following two applications for consent to transfer control from the Existing Shareholders of Arch Communications Group, Inc. to the New Shareholders of Arch Communications Group, Inc. the site specific licenses and authorizations held or requested by subsidiaries of Arch Communications Group, Inc.

<u>File Nos.</u>	<u>Licensee</u>	<u>Call Signs</u>
(SES-T/C-19980902-01288)	Westlink Licensee Corporation	E930077
(SES-T/C-19980902-01298)	Arch Paging, Inc.	E940347

Part 90 - Private Land Mobile Radio Services**1191**

The following 17 applications for consent to transfer control from the Existing Shareholders of Arch Communications Group, Inc. to the New Shareholders of Arch Communications Group, Inc. the site specific licenses and authorizations held or requested by subsidiaries of Arch Communications Group, Inc.

Private Carrier Paging Service

<u>File Nos.</u>	<u>Licensee</u>	<u>Call Signs</u>
911094	Arch Paging, Inc.	KNNG389 et al.
911095	Westlink Licensee Corporation	KNGJ215
911096	Arch Southeast Communications, Inc.	KNNF531 et al.
911097	Arch Communications Services, Inc.	KNNM421 et al.
911098	Arch Connecticut Valley, Inc.	WPFH574 et al.
911099	Westlink of New Mexico Licensee Corporation	WPKJ982
911100	Arch Capitol District, Inc.	WPHF313 et al.
911101	Nationwide 929.8875 LLC	KNNF609 et al.
911102	Arch Michigan, Inc.	WPEI810 et al.

Business Radio Service

<u>File Nos.</u>	<u>Licensee</u>	<u>Call Signs</u>
911103	Arch Southeast Communications, Inc.	KNNI382 et al.
911104	Westlink Licensee Corporation	KNHH823 et al.
911105	Arch Connecticut Valley, Inc.	WNKT914 et al.
911106	Arch Communications Services, Inc.	WPJW953 et al.
911107	Arch Paging, Inc.	WNGU433 et al.
911108	Arch Capitol District, Inc.	WPCC643 et al.

Business Radio Service (PMRS)

<u>File Nos.</u>	<u>Licensee</u>	<u>Call Signs</u>
911109	Arch Connecticut Valley, Inc.	KNJV556

Specialized Mobile Radio Service

<u>File Nos.</u>	<u>Licensee</u>	<u>Call Signs</u>
911110	Arch Connecticut Valley, Inc.	WNAU450

Part 101 - Common Carrier Point-to-Point Microwave Service

The following five applications for consent to transfer control from the Existing Shareholders of Arch Communications Group, Inc. to the New Shareholders of Arch Communications Group, Inc. the site specific licenses and authorizations held or requested by subsidiaries of Arch Communications Group, Inc.

<u>File Nos.</u>	<u>Licensee</u>	<u>Call Signs</u>
9713739	Arch Paging, Inc.	WGX343 (LEAD of 15)
9713740	Westlink Licensee Corporation	WGX437 (LEAD of 10)
9713741	Arch Capitol District, Inc.	WHQ965 (LEAD of 20)
9713742	Westlink of New Mexico Licensee Corporation	WHE427 (LEAD of 6)
9713743	Arch Connecticut Valley, Inc.	WLK723 (LEAD of 8)

Part 101 - Private Operational Fixed Microwave Service

The following 3 applications for consent to the transfer of control from the Existing Shareholders of Arch Communications Group, Inc. to the New Shareholders of Arch Communications Group, Inc. for site specific licenses and authorizations held or requested by subsidiaries of Arch Communications Group, Inc.

<u>File Nos.</u>	<u>Licensee</u>	<u>Call Signs</u>
911091	Westlink Licensee Corporation	KEZ49
911092	Arch Connecticut Valley, Inc.	WNTF824
911093	Arch Paging, Inc.	WNES202 (LEAD of 4)

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PUBLIC NOTICE

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FEDERAL COMMUNICATIONS COMMISSION
445 12TH St., S.W., TW-A325
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DA 99-324

News media information 202/418-0500 Fax-On-Demand 202-418-2830 Internet: <http://www.fcc.gov> [ftp.fcc.gov](ftp://fcc.gov)

WT Docket No. 97-115

Released: February 11, 1999

GRANT OF THE APPLICATIONS FOR TRANSFER OF CONTROL FILED BY MOBILEMEDIA CORPORATION AND ARCH COMMUNICATIONS GROUP, INC.

In the *MobileMedia-Arch Order*, released on February 5, 1999, the Commission granted the applications for transfer of control filed by MobileMedia Corporation and Arch Communications Group, Inc. on September 2, 1998, subject to the provisions set forth in paragraphs 35, 38, 40, 41, and 44 of that order.¹ In the Public Notice released yesterday, which listed the applications the Commission granted in the *MobileMedia-Arch Order*, the following application was omitted.

Part 22 - Narrowband Paging and Air-Ground Radiotelephone Service

The following application for consent to transfer control from MobileMedia Corporation, Debtor-in-Possession, to the New Shareholders of Arch Communications Group, Inc. the site specific licenses and authorizations held or requested by the listed subsidiary of MobileMedia Corporation, Debtor-in-Possession.

<u>File Nos.</u>	<u>ULS File no.</u>	<u>Licensee</u>	<u>Call Signs</u>
50008	0000003870	Mobile Communications Corporation of America, Debtor-in-Possession	KDS460 et al.

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¹ MobileMedia Corporation, et al., WT Docket No. 97-115, *Memorandum Opinion and Order*, FCC 99-15 (1999) (*MobileMedia-Arch Order*).

CERTIFICATE OF SERVICE

I, Jacquelyn Martin, hereby certify that on this 26th day of March, 1999, I caused copies of the foregoing "Request for Extension of Time to Consummate" to be delivered via first-class mail to the following:

The Honorable William E. Kennard *
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Jacquelyn Martin

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